

RECORD OF PROCEEDINGS

**MINUTES OF
A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
RED BARN METROPOLITAN DISTRICT
HELD
APRIL 4, 2024**

A regular meeting of the Board of Directors (the “Board”) of the Red Barn Metropolitan District (the “District”) was convened on Thursday, the 4th day of April, 2024, at 10:00 a.m. This meeting was held via Zoom videoconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Cynthia Myers
Nash Verano
Eric Barney

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the absences of Directors Taylor Lilly and Skyler Hager were excused.

Also In Attendance Were:

Ann Finn; Public Alliance LLC

Elisabeth Cortese, Esq.; McGeady Becher P.C.

Diane Wheeler and Daisey Garcia; Simmons & Wheeler, P.C.

Brenda Ownings; Century Communities

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. Ms. Finn noted that a quorum was present and requested members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Cortese noted that all Directors’ Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

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ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board's review and approval a proposed agenda for the District's regular meeting.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved the agenda.

Location of Meeting and Posting of Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board meeting. The Board determined that the meeting would be held by video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and format of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District's website (www.redbarnmd.org) at least 24-hours prior to each meeting, and if the website is unavailable for posting, the meeting notice shall be posted within the boundaries of the District at the following location: on the fence post near the intersection of CR-13 and CR-32, within the District boundaries, Mead, Colorado.

Public Comment: There were no public comments.

CONSENT AGENDA

The Board considered the following item on the Consent Agenda:

- The December 7, 2023 Special Meeting Minutes and December 7, 2023 Annual Meeting Minutes.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved the above item on the Consent Agenda.

FINANCIAL MATTERS

Claims: Ms. Wheeler presented for the Board's review and consideration the payment of claims for the period ending December 31, 2023.

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Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board ratified approval of the payment of claims, for the amount of \$31,862.16.

Unaudited Financial Statements: Ms. Wheeler presented for the Board's review the unaudited financial statements for the period ending December 31, 2023.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending December 31, 2023.

2023 Audit: The Board discussed the engagement of an auditor to perform the 2023 audit. Ms. Wheeler reported she has received a proposal from Bill Flynn CPA for \$5,000. Director Myers requested that Ms. Wheeler obtain a second proposal.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board authorized Ms. Wheeler to obtain a second proposal for preparation of the 2023 audit and authorized Director Myers to approve and execute the Auditor Engagement Letter.

LEGAL MATTERS

Inclusion of Lots into District Boundaries: Attorney Cortese discussed the process and timing for including property into the boundaries of the District. Director Myers noted that Century Communities will be submitting a Petition For Inclusion of Property for the Board's consideration.

Replat and Acceptance of Tracts: Director Myers noted she is expecting to sign the mylars next week to complete the replat of certain tracts. Attorney Cortese noted that once the replat has been completed, per the License Agreement, the developer will have permission to access District property to construct public improvements.

OPERATIONS

Maintenance Contracts for Landscaping and Snow Removal: Director Myers noted Phase 1A landscape improvements will be installed this Spring. It is anticipated the District will start landscape maintenance services in the Spring of 2025, after the one-year warranty period has expired, and snow removal services in September 2024.

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COVENANT CONTROL

Special Counsel for Covenant Enforcement/Fee Collection: The Board reviewed proposals from Moeller Graf PC and Winzenburg Leff Purvis & Payne LLP.

Following review and discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board engaged Winzenburg Leff Purvis & Payne LLP as Special Counsel for covenant enforcement and fee collection legal services.

The Board also authorized Public Alliance to start performing covenant control services, one time per month, beginning April 2024.

OTHER BUSINESS

Status of Development: Director Myers discussed the status of development within the District. She noted the monument, native areas, irrigation system and landscaping will be installed this Spring.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  _____
Secretary for the Meeting